

# Trombley & Hanes

Professional Association  
Attorneys and Counselors at Law

July 20, 2006

**VIA FACSIMILE AND UNITED STATES MAIL**

Lynn Tran  
Office of General Counsel  
Federal Election Commission  
999 East Street, N.W.  
Washington, D.C. 20463

Re: Amy Cain  
MUR: 5666

Dear Ms. Tran:

This letter is in response to your letter of June 19, 2006, advising our client Amy Cain, that the Federal Election Commission has reason to believe that she participated in a violation of 2 U.S.C. § 441f.

By letter dated July 7, 2006, we had asked for additional time for Ms. Cain to provide a response and/or documents, however, the Office of the General Counsel granted only a ten day extension which does not provide enough time for Ms. Cain to recover records, if any, that may relate to the contribution in question.

In responding to the Commission's probable cause determination of this matter, we would provide the following information and response based upon our review of the Factual and Legal Analysis provided by the Commission and our understanding of Ms. Cain's limited role in this matter.

We would request that the Office of the General Counsel recommend to the Commission that no further action is warranted or necessary as to Amy Cain. It is clear from the Commission's initial review of this situation and by the Plea Agreement entered into by Mitchell Wade, that Mr. Wade took advantage of an employer/employee relationship with the MZM employees (including Ms. Cain) and for his own personal and business interests compelled the employees to contribute to the campaigns in question, again for Mr. Wade's own personal and business interests, and basically funded the contributions.

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FEDERAL ELECTION  
COMMISSION  
OFFICE OF GENERAL  
COUNSEL

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Ms. Cain had only been employed with MZM since March of 2004 after leaving military and Government service. Her background is in defense contracting. Ms. Cain served twelve years of active duty in the United States Army. She was not active in political campaigns prior to MZM whatsoever and has virtually no political background or experience. While at MZM, there was pressure to make contributions to the company's political action committee and Ms. Cain's first and only contribution of any kind to the MZM Pac was in February of 2005, with her own funds.

Later, when directed by her employer, Mr. Wade, to provide a check to Congressman Goode (which Mr. Wade funded), she did in fact comply as she feared that her job would be in jeopardy if she did not. It is important to note that Ms. Cain worked at MZM for a relatively short period of time and was unaware of Mr. Wade's business dealings. While at MZM, Ms. Cain did not have supervisory, managerial, or contractual responsibilities. She was neither aware of any wrongdoing by Mr. Wade at the time of her employment nor during the course of her employment and was not aware of the subject matters either to which he plead or which are alleged in the Indictment.

It is our understanding from a review of the Indictment and Plea Agreement entered into by Mitchell Wade that this was the manner in which he operated and took advantage of his employees. There is nothing within the Plea Agreement or the Commission's Factual and Legal Analysis that would indicate that Ms. Cain benefitted in any way or that there was any intent that there would be any benefit to Ms. Cain as a result of making this contribution. Rather, Mitchell Wade basically took full advantage of the "bodies" at MZM with the intent to benefit himself just as the Indictment and Plea Agreement illustrates that he allegedly did with Representative Cunningham.

There is no basis to believe that Amy Cain knowingly violated the Federal Elections Campaign Act and certainly no evidence that she was aware of Mr. Wade's larger scheme to either influence lawmakers or to violate FECA as detailed in the Indictment and in his Plea Agreement. Ms. Cain would not have complied with the instruction to make the contribution if she had known it was a violation of FECA.

Ms. Cain resigned from MZM in 2005, after securing other employment. Ms. Cain has an impeccable background and outstanding character, including her service to this country. It is just that Mr. Wade is being punished for creating this scheme but even more so for exposing employees such as Ms. Cain to this legal process with the Commission. This event could have a potentially devastating effect on Ms. Cain's career due to the sensitivity of her employment.

As stated earlier, Ms. Cain is attempting still to identify any documents that would be relevant to the Commission's consideration of this matter and will continue to do so, though admittedly, it may merely be a deposit slip, as her role

was so minimal as to this event. Should the Office of the General Counsel believe that there is any additional information needed from Ms. Cain including any sworn statement in order to make an appropriate recommendation to the Commission that no further action is warranted against her, please contact me so that we can provide such information on her behalf.

We would request that the matter remain confidential as to Ms. Cain in accordance with 2 U.S.C. §§ 437G(a)(4)(B) and 437G(a)(12)(A).

Thank you for your consideration in this matter on behalf of Ms. Cain and we are hopeful that the Office of the General Counsel, and likewise the Commission, will agree to close out this matter as to Ms. Cain based upon the admitted conduct by Mr. Wade and the lack of any evidence that Ms. Cain knowingly violated the Federal Election Campaign Act.

Sincerely,

A handwritten signature in black ink, appearing to read 'RONALD P. HANES', with a long horizontal flourish extending to the right.

RONALD P. HANES

RPH/sac